ROCKWOOD STRATEGIC

Investor Presentation
December 2023

www.rockwoodstrategic.co.uk

"To invest successfully does not require a stratospheric IQ, unusual business insights, or inside information. What's needed is a sound intellectual framework for making decisions and the ability to keep emotions from corroding the framework."
Warren Buffett.

Disclaimer

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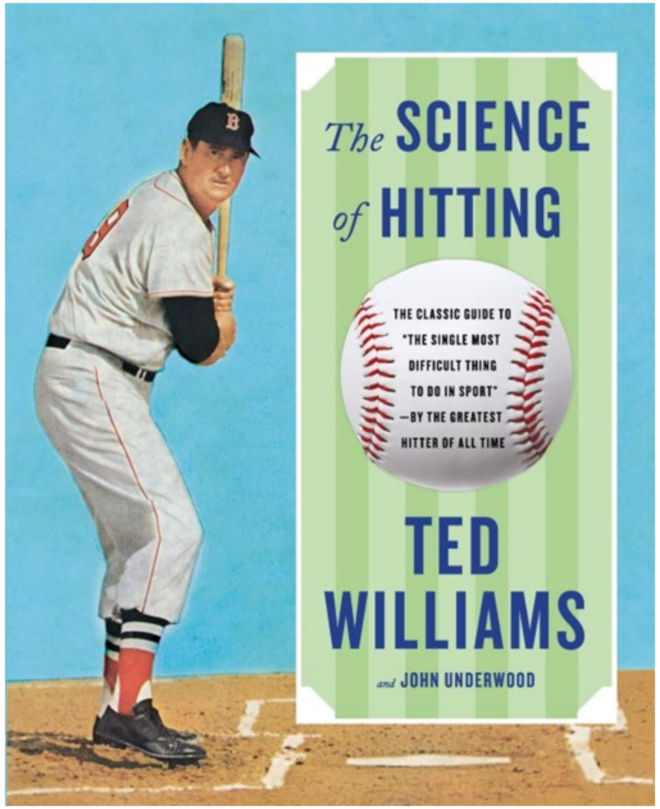
Registered Office: 60 Gracechurch Street, London EC3V 0HR

Executive Summary

"I limit my efforts to relatively inefficient markets where hard work and skill will pay off best" **Howard Marks.**

- Specialist, differentiated, proven strategy in an inefficient market
- Targeting 15% IRR investments over the long-term
- Value investor, concentrated portfolio, ‘Active’
- Access full Harwood network, also giving private markets perspective
- 100% focused, aligned fund manager with ‘skin in the game’



UK Small Cap long term returns are excellent

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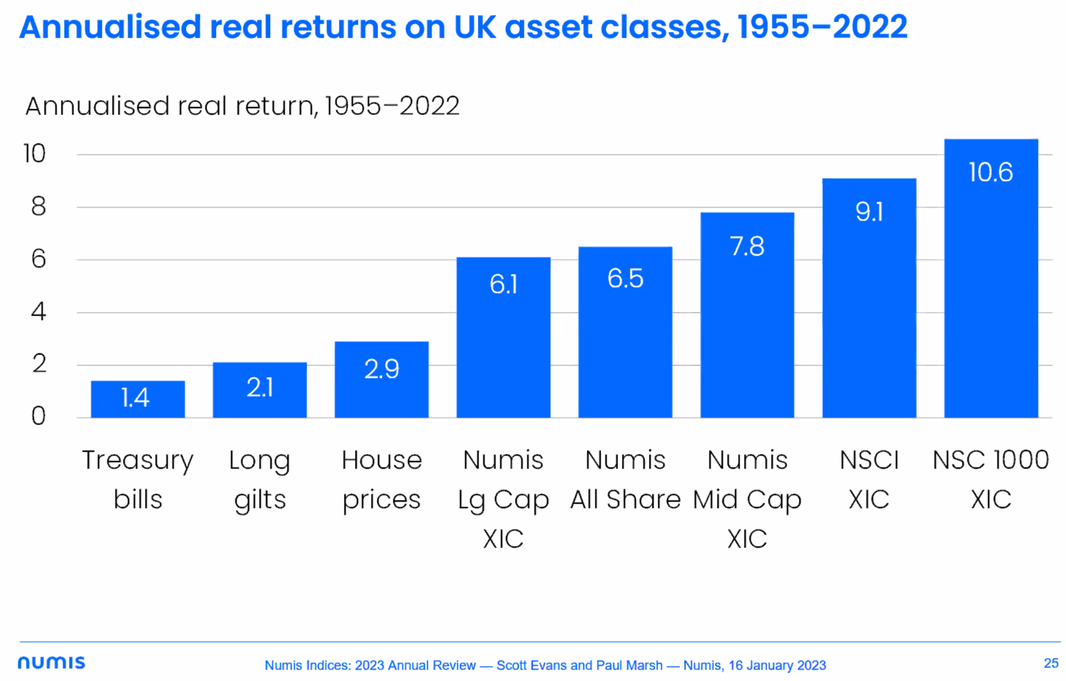
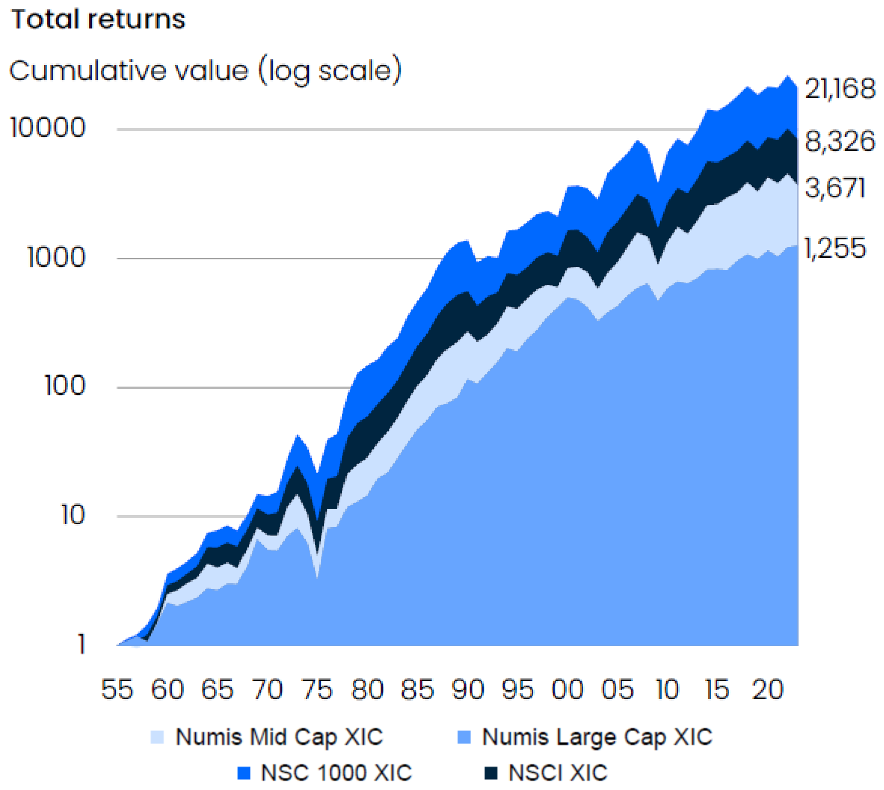
“From acorns grow oak trees” Geoffrey Chaucer.

Its time <u>IN</u> UK small caps, <u>not timING</u> the market which matters most…..





Source: Elroy Dimson, Scott Evans and Paul Marsh, Numis

Source: Harwood Capital, Deutsche Numis & Bloomberg

Historic Performance to Q4 2023

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No. 1 UK Small Companies Fund (AIC Sector) over 1 and 3 years

Performance %

	YTD	3M	12M	36M	48M
Total Shareholder Return	18.8	15.5	18.8	72.0	87.5
NAV Return	13.9	11.4	13.9	65.5	70.8
FTSE Small (ex ITs)	6.5	5.8	6.5	9.8	9.5
FTSE Aim All Share	-8.2	5.1	-8.2	-34.0	-20.3

Financial Year's Performance %

	2023	2022	2021	2020	2019
Total Shareholder Return	28.2	22.2	59.3	-5.3	20.4
NAV Return	21.4	27.5	44.3	-14.3	8.0
FTSE All-Share Total Return	2.9	13.0	26.7	-18.5	6.4

Realised Money Multiples & IRRs

- Augean 8.8x, 99.9%
- RPS Group 2.6x, 148.9%
- National World 2.9x, 170.7%
- Universe Group 2.3x, 27.2%
- Ted Baker 1.9x, 130.7%
- Crestchic 4.8x, 30.3%
- Smoove 1.1x, 2.0%
- Finsbury Foods 1.3x, 33.4%
- OnTheMarket.com 1.6x, 94.0%

THE CITY PUB GROUP

46% prior close premium, Unrealised IRR 48%, MM 1.8x

Source: Harwood Capital, using audited NAVs where available and published NAVs, LSE price data

Central Banks are focused on beating inflation…

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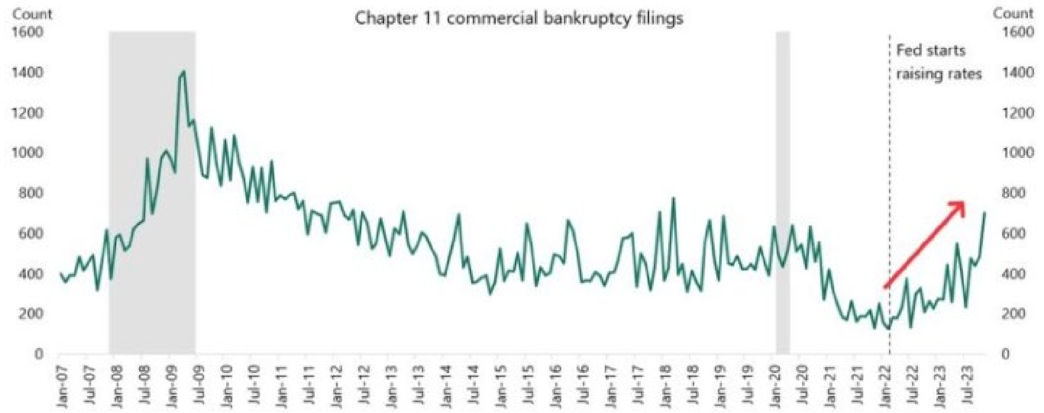
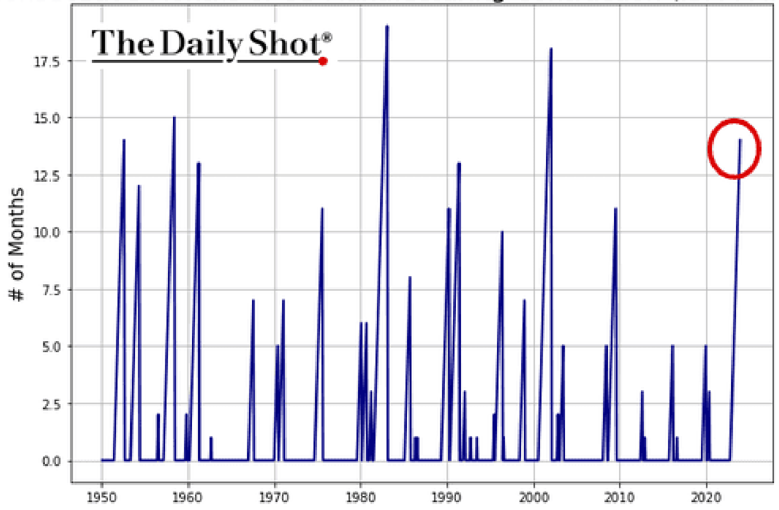
“We have got to get inflation behind us. I wish there was a painless way to do that. There isn’t” Sep ’22, Jerome Powell

APOLLO

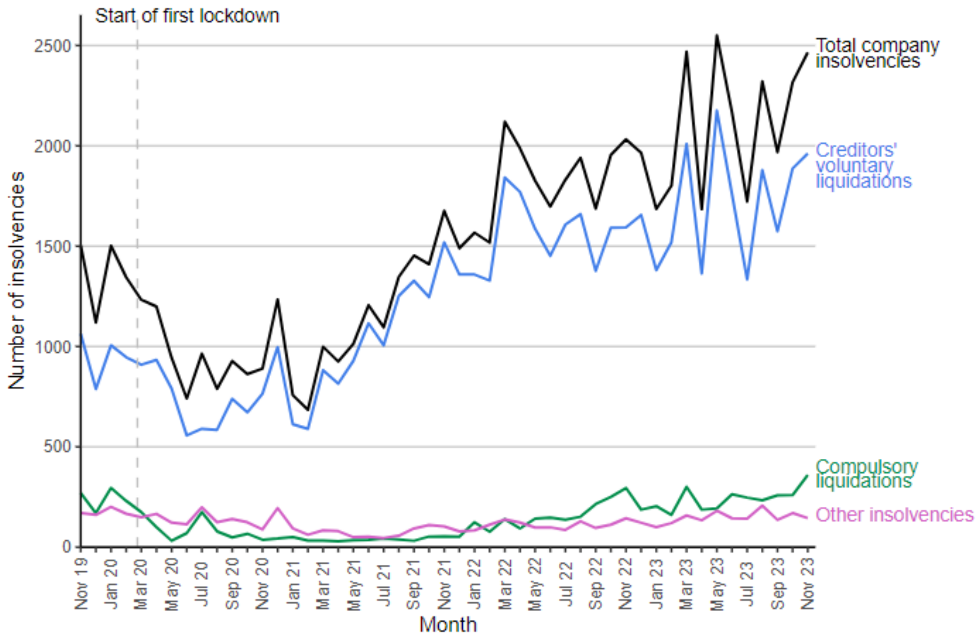
Chapter 11 bankruptcy filings rising rapidly in November



Consecutive Months of US Manufacturing Contraction (ISM PMI < 50)



Company insolvencies, England and Wales, November 2019 to November 2023, not seasonally adjusted

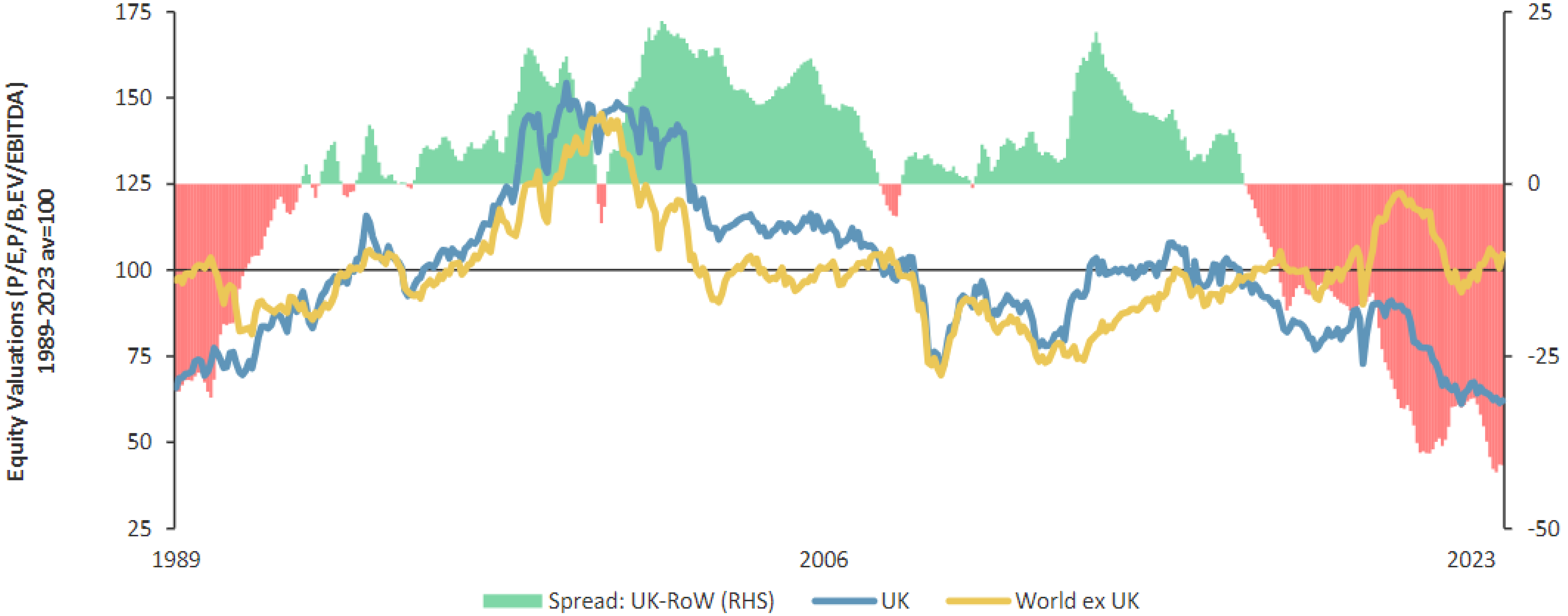


Sources: Insolvency Service (compulsory liquidations only); Companies House (all other insolvency types)

Source: Harwood Capital, Apollo, The Daily Shot

UK valuations severely depressed…

Figure 3: Valuation Premium/Discount (100=30Y average)



Source *Panmure Gordon, Refinitiv*

Source: Harwood Capital, Panmure, Refinitive

Investment Opportunity & Philosophy

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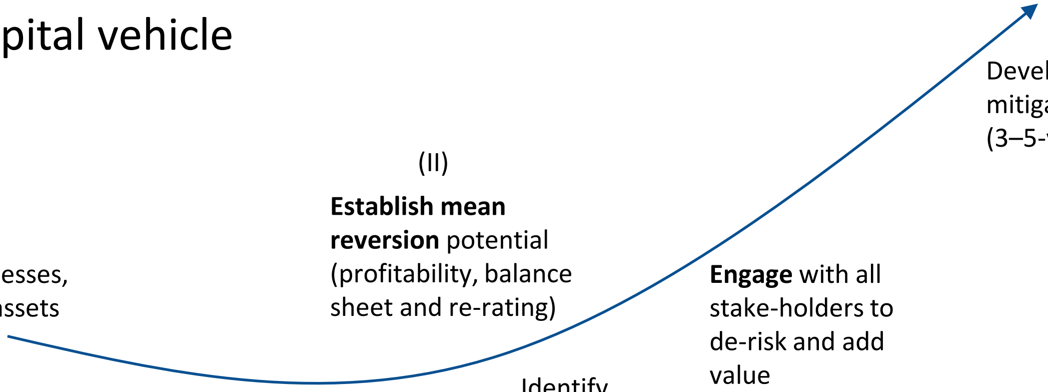
> ***"a margin of safety is achieved when securities are purchased at prices sufficiently below underlying value to allow for human error, bad luck, or extreme volatility in a complex, unpredictable and rapidly changing world" Seth Klarman.***

- Significant, under researched, universe
- Value & Recovery mindset differentiated, less competition
- Material due-diligence creating information advantage
- ‘Engaged’ approach enhances investment outcomes
- Long-term capital vehicle

Index	Number of stocks
FTSE Small Cap (ex-ITs)	114
FTSE Fledgling (ex-ITs)	29
AIM All-share	659



Target Lifecycle

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"many shall be restored that now are fallen and many shall fall that are now in honour"

Quintus Horatius Flaccus 65BC. (Ben Graham reference in 'Security Analysis')

- Strategic error
- Bad M&A
- Complacent, tired, poor management
- Ineffective operational execution

rps

Realised IRR 148.9%*

(I)

- Depressed valuation
- Financial stress
- High emotional backdrop for stakeholders
- Dominant narrative negative

RM plc

(II)

- Value creation /realisation strategy
- Replace/enhance management/board
- Operational plan
- Establish target returns
- Stabilise Balance Sheet

CRESTCHIC

Realised IRR 30.4%*

(III)

- Rating normalisation
- Improving returns
- Refreshed narrative
- Exit = IRR 15%

Augean

Realised IRR 99.9%*

*Source: IQEQ Fund Administrator, Link Fund Administrator, & Harwood Capital as at 30/12/22

Investment Process

"I limit my efforts to relatively inefficient markets where hard work and skill will pay off best" Howard Marks.

Idea Generation

- Extensive network
- Quantitative screening

Due diligence

- Deep analysis
- **Result:** 'Springboard' investment (2-4%) or move to expanded DD

Expanded due diligence

- Deeper analysis
- Investment Advisory Group (IAG)
- **Result:** 'Core' investment (5-15%)

Engagement

- Stakeholder engagement
- Structuring
- Core investment executed via block trade/re-financing.

Portfolio Management

- Thesis monitoring – industry, results, engagement etc.
- Exit liquidity through corporate activity (primarily) or secondary market (larger investors post recovery)

Investment Advisory Group

Over 200 years of cumulative investing experience …

- **Christopher Mills -** 45+ years investment experience, Chief Executive Officer and principal shareholder of Harwood Capital Management since 2011. He founded JO Hambro Capital Management with Jamie Hambro in 1993 acting as Chief Investment Officer and Harwood Wealth with Alan Durant in 2013 until their respective sales in 2011 and 2020. He is CEO of North Atlantic Smaller Companies Investment Trust ("NASCIT") which he has managed since 1982 and Executive Director of Oryx International Growth Fund which he has managed since 1995. NASCIT has delivered a total NAV per share of nearly 200x under Mr. Mills' management. He has sat on the Board of over 100 companies during his career including Augean, MJ Gleeson, Ten Entertainment, SureServe, Frenkel Topping and is currently Chairman of EKF Diagnostics and Renalytix Plc.
- **Adam Parker -** 35+ years investment experience. Adam was a Founder of Majedie Asset Management in 2003, managing UK equity portfolios, in particular UK small companies and helping build AUM to £15bn. He joined Mercury Asset Management in 1987 where he managed the UK smaller companies Fund and High Alpha UK portfolios. Adam studied Chemistry at Oxford and is currently NED at Berkeley Energia Plc.
- **Jamie Brooke –** 30 years investment experience. Jamie was formerly lead fund manager for the Hanover Catalyst Fund, prior to which he was at Lombard Odier where, as a Fund Manager, he specialised in strategic UK small cap equity investing, having moved with the team from Henderson Global, and, prior to that, Gartmore. Earlier experience was gained at 3i and Deloitte's where he qualified as a Chartered Accountant. Jamie read Maths at Oxford and is currently NED at Flowtech Fluidpower Plc, Titon Holdings, Chapel Down Group Plc and Oryx International Growth Fund.
- **Rupert Dyson –** 29 years investment experience. Rupert is the Founder of Edale Capital LLP (2011) where he manages a Long-Short European Hedge Fund. Rupert was formerly at Sloane Robinson for 11 years where he managed the SR European Investment Trust for 10 years and Invesco where he specialised in European equities and small companies investing. Rupert read History at Bristol.
- **Yuri Khodjamirian –** 14 years investment experience. Yuri holds degrees in Economics from University of Cambridge and LSE (distinction), as well as a degree in Bioscience Enterprise from University of Cambridge. He is also a CFA charter holder. He joined Majedie Asset Management in 2009 working as an analyst and subsequently 6 years as a fund manager of both Global and UK equity income portfolios. Yuri is CIO of Tema ETFs, acts as an adviser and board member to several early-stage businesses and writes the award-winning blog www.snippet.finance.
- **David Potter -** 50 years of financial services, Chairman and NED experience. Was a MD at CSFB, Samuel Montagu, Midland Bank, and CEO Guinness Mahon, then Deputy Chairman Investec Bank UK. He is currently Chairman of Coeus Software and the Bryanston Foundation. Studied PPE at Oxford.

Portfolio 'Core' Holdings (43.1% NAV, Cash 10.3%, 'Under Offer' 7.1%)

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Outstanding value – material scope for profit growth

Holding	Portfolio Weighting (%)	Rockwood ISC Stake (%)	EV/Ebitda est. '24 (x)	Market Cap (£m)	Net Cash (Debt) (£m)
RM	9.8	10.9	6.8	54	(52)
Trifast	9.2	4.4	6.6	120	(28)
Centaur Media	7.0	6.0	5.9	68	11
Flowtech Fluidpower	5.2	6.1	5.2	51	(11)
Titon Holdings	4.2	27.0	P/B 0.5	10	2
Pressure Technologies	4.0	20.5	6.5	12	(1)
Van Elle Holdings	3.7	5.5	3.1	41	5

All data as of 29th December 2023. Source: Harwood Capital estimates and Company Filings.

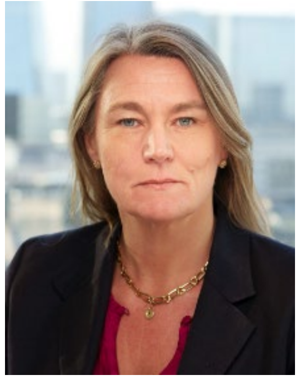
Key catalysts recently put in place….

Flowtech CEO: Mike England **4/23**
+ Rockwood IAG member NED

RM CEO: Mark Cook **1/23**
+ new CFO, new NED

Trifast CEO: Iain Percival **9/23**
+ Rockwood NED + new CFO, COO, Chair

Restore CEO: Charles Skinner **9/23**
+ new CFO



M&C Exec CEO: Zyllah Byng-Thorne **6/23**

Pressure Tech CFO: Steve Hammell **5/23**
+ Rockwood NED

James Fisher CEO: Jean Vernet **9/22**
+ new CFO, Chair

Hostmore Chair: Stephen Welker **5/23**
+ new CEO, CFO

Source: Company Filings.

Q4 'Constructive engagement'…

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MarketScreener
https://www.marketscreener.com › ... › News

Trifast plc Announces Appointment of Nicholas Mills as A ...

19 Oct 2023 — **Trifast** plc announced appointment of **Nicholas Mills** as A Non-Executive Director, effective from October 20, 2023.

Research Tree
https://www.research-tree.com › newsfeed › article › r...

RM PLC - Non-Executive Board Changes

10 Oct 2023 — Upon Patrick's departure at the end of the calendar year, **Chris Humphrey** , Non-executive Director, will take over as Senior Independent Director ...

Insider Media Ltd
https://www.insidermedia.com › news › yorkshire › pr...

Pressure Technologies completes debt refinancing

17 Nov 2023 — Sheffield-headquartered engineering group **Pressure Technologies** has completed a debt refinancing with two major shareholders.

MarketScreener

Titon Holdings plc Announces Non-Executive Director Changes

Titon Holdings Plc announced that Keith Ritchie, Non-Executive Chair, has informed the Board of his intention to retire and step down as a...

RM Plc - £54m mcap

RM plc

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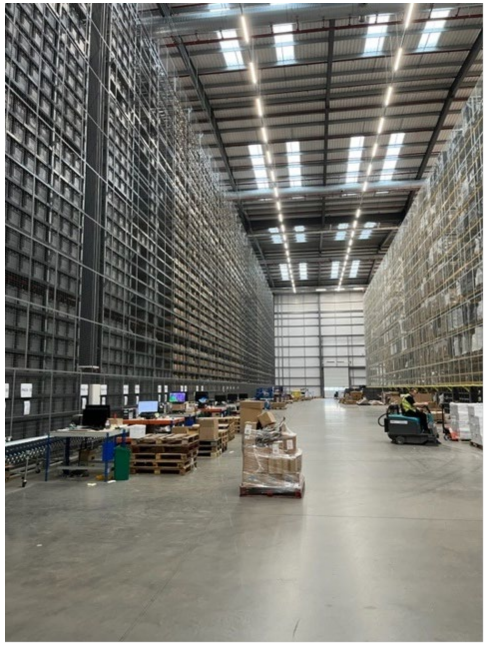
- Established supplier to UK education market, £180m sales
- Resources to 90% of Primary schools with market leadership position (TTS), £80m sales (incl overseas), target >10% margin (turnaround)
- Assessment services marking exams internationally under contracts, £40m sales, target >20% margin (growth)
- Technology division providing IT services to schools, £60m sales, target >8% margin (market share strategy)
- Shambles execution of new ERP system roll-out and warehouse consolidation project resulted in excess cash outflows, operational issues and elevated debt of £52m, covenant waivers needed (banks supportive)
- Large pension scheme but deficit now materially reduced
- New CEO, CFO, + Heads of Transformation, Digital, Technology Div, People
- Valuation: SOTP £160m, 6.2x EV/target Ebit £17m = >200% upside
- Harwood stake 13%, Proposed NED successfully appointed

Thesis: Stabilised business and reduced financial risk will re-rate equity, material profit recovery potential, fair value achieved through a well-managed divisional disposal process.



"RM have been our trusted friends and mentors on this journey. As a large company, one of their key strengths is the depth and breadth of both their educational and technical knowledge, which I see as unrivalled. My experience is that RM listen carefully to any concerns and 'take ownership' of issues to ensure a speedy and satisfactory resolution."
Dave Magee, Headteacher, Mossfield Primary School

CAMBRIDGE UNIVERSITY PRESS & ASSESSMENT | ACCA | Cambridge Assessment International Education | International Baccalaureate | ICAEW CHARTERED ACCOUNTANTS

Source: Harwood Capital estimates and Company Filings.

Trifast - £120mcap

Trifast plc

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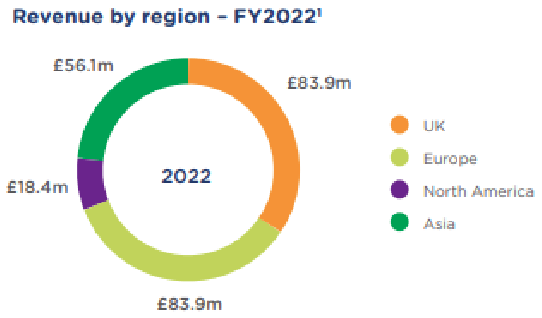
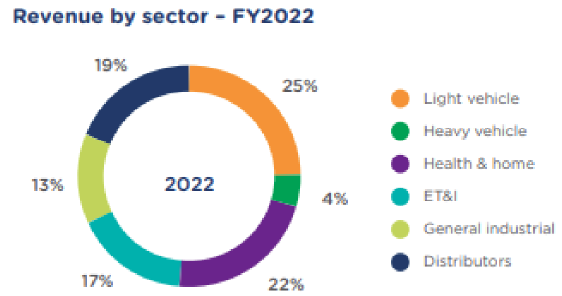
- International manufacturer (30%) and distributor (70%) of fasteners (nuts 'n' bolts): 34 locations, 7 high volume manufacturing sites, 15bn parts sold per year, 1200+ employees
- Sales £245m, 25% GPM, Ebitda £17.3m, PBT £9.2m '22
- NAV £145m (Gross PPM £65m) 2022, returns poor with ROCE 8.3% on £203m CE '22
- Operating margin depressed vs long history ('23 5.3%, vs target of 10-13%.)
- 75% of sales are customer-specific branded products, 18-year avg tenure of top ten customers, largest <7.5% sales. Focus for growth USA.
- ERP system roll-out finally completing (£17.5m investment)
- New Chair/CEO/CFO/COO – restructuring commenced in UK
- Net Debt falling £28m, elevated inventory position - was c. £95m!
- Harwood stake 12.7%, Nick Mills appointed NED
- Valuation: EV/Sales 0.6x sales, Recovery multiple target 1x. >100% upside. Target >£35m Ebitda.

Thesis: Significant turnaround and recovery opportunity, early stage. Scope to materially increase cash generation (reduce leverage), improve returns and profits leading to normalisation of rating

	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023e
EBITDA margin	8.8	4.3	2.6	4.8	5.6	7.5	8.3	9.8	10.2	11.1	11.3	11.4	10.6	8.3	9.3	8.0
EBIT margin	7.9	3.1	1.4	3.9	4.8	6.5	7.4	9.1	9.4	10.2	10.3	10.4	7.9	5.3	6.7	5.5





Source: Harwood Capital Estimates and Company Filings

Example ‘Springboards’ / ‘opportunities’

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Restore plc

filtronic

M&CSAATCHI

ARGENTEX

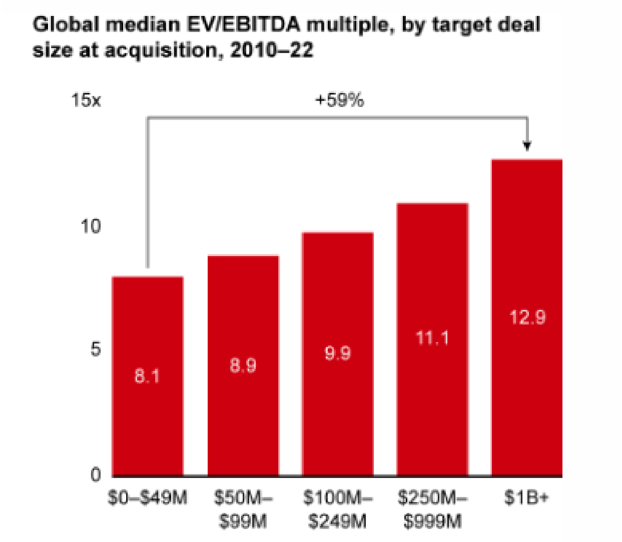
FRIDAYS 63rd +1st FRIDAYS AND GO

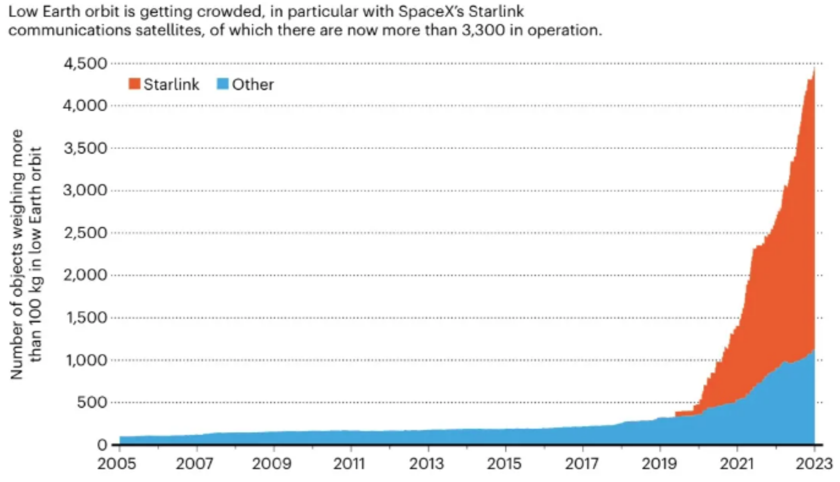
James Fisher and Sons plc
Pioneering Sustainably
Fisher

stv

GallifordTry

'Springboard / Opportunity' examples…





Holding	Portfolio Weighting (%)	EV/Ebitda est. '24 (x)	Market Cap (£m)	Net Cash (Debt) (£m)
M&C Saatchi	8.3	4.4	193	14
James Fisher & Sons	5.3	4.2	166	(150)
Galliford Try*	4.9	2.1	232	140
Argentex	4.5	5.4	101	19
Filtronic (see bottom chart to left)	4.1	17.6	46	2
Restore	4.0	5.1	301	(103)
STV Group	2.8	4.8	92	(32)
Hostmore	2.3	5.4	29	(31)

*Harwood estimates period-end net cash held by Galliford Try of >£190m. However, average net cash, as guided by the company, is less at c.£140m, the company also has PFI investments valued at £45m.

All data as of 29th December 2023. Source: Harwood Capital estimates and Company Filings.

M&C Saatchi - £193m mcap

M&CSAATCHI

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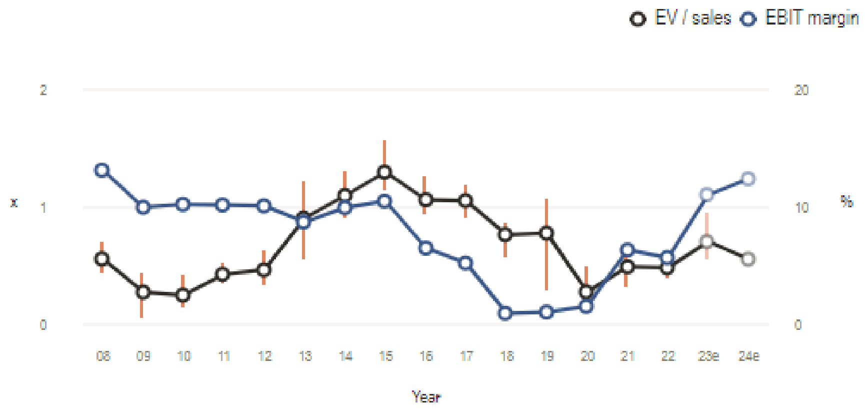
- Iconic Global Advertising and Communications Brand (UK 38%, US 19%, Oz 18%)
- Multiple divisions (some counter-cyclical), £270m sales, £31m PBT ‘22
    - Advertising 42% — Key focus for margin enhancement (back office/production, exit loss-making agencies)
    - Consulting 15% — Key to go global, Customer experience, brand/digital transformation advisory
    - Issues 19% — Strategic advisory/comms, highly profitable
    - Passions 14% — Rights holders, brand, sport and experience focus, solid growth
    - Media 10% — Tech performance agency
- Former Founders exited business after loss of financial control, valuation never recovered
- New Exec Chair Zyllah Bing-Thorne to accelerate business turnaround (new CEO & COO TBC)
- Significant recovery underway: Ads break-even, ‘Specialisms‘ 19.7% opm (H1 ‘23)
- Stream-lining operating model, target £10m annualised savings ’24, end-market environment difficult
- Net cash £14m, minority agency buy-outs continue, £90m facility
- Valuation: Spot - PE 9.1x, EV/Ebita 4.6x. Target - EV/Sales 1.2x, EV/Ebita 8x £40m = £320m, upside >60%
- Takeover bids rejected 2022, re-bids or new takeover interest or break-up possible

Thesis: Improved profitability and stabilisation to re-rate equity.

EV/Sales vs EBIT Margin



Year to December	2021A	2022A	2023E	2024E
Profit & loss (£m)				
Revenue	249.3	271.1	254.5	264.7
EBITDA (co adj)	34.9	38.5	35.1	41.5
EBITA (co adj)	31.1	35.4	31.9	38.2
Net Interest	(3.9)	(3.5)	(3.9)	(3.8)
PBT (co adj)	27.3	31.8	28.0	34.3
Tax Rate (co adj %)	26.6	24.5	27.0	28.0
Net Income (co adj)	13.7	18.1	18.5	22.7
EPS (co adj) (p)	11.2	14.7	14.9	17.5
DPS (p)	0.00	1.50	1.50	1.65

Source: Numis Securities Research

NOTABLE H1 WINS

Home Office

Source: Harwood Capital Estimates and Company Filings

Pipeline – robust….unsurprisingly

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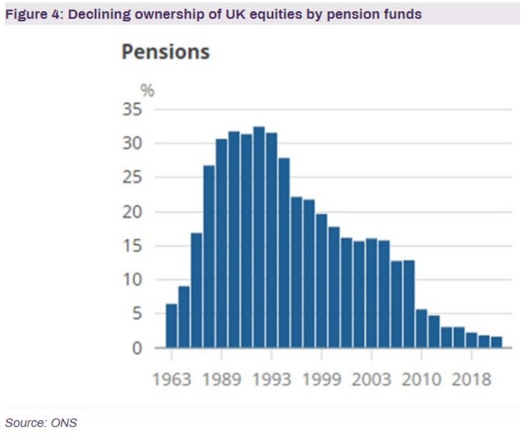
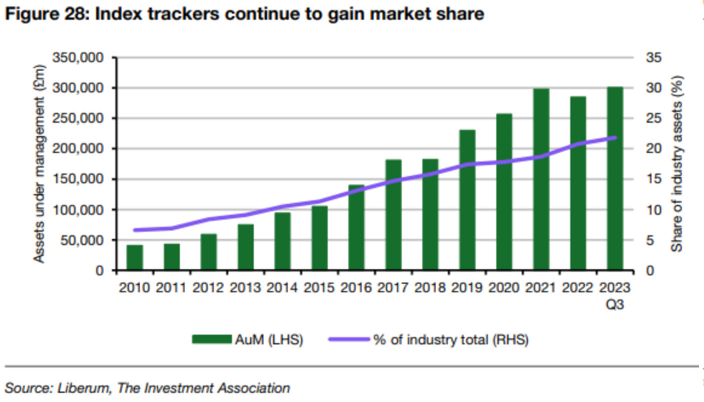
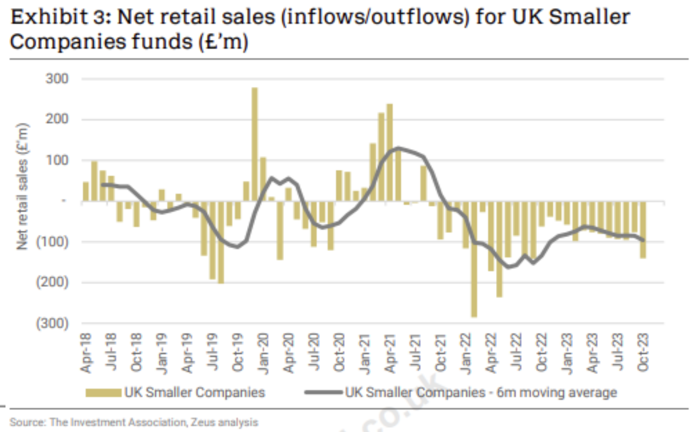
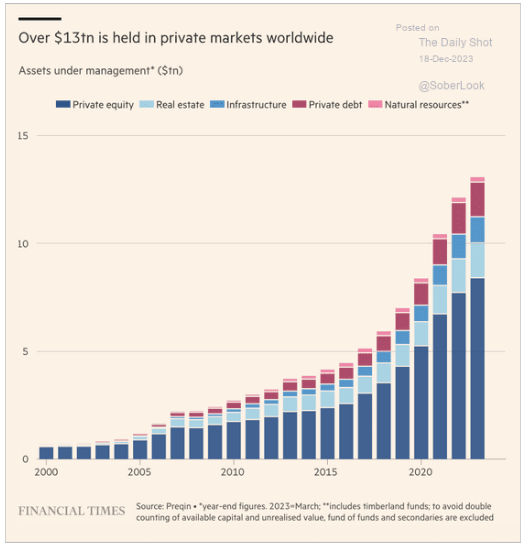
What is needed to create an 'inefficient' market?

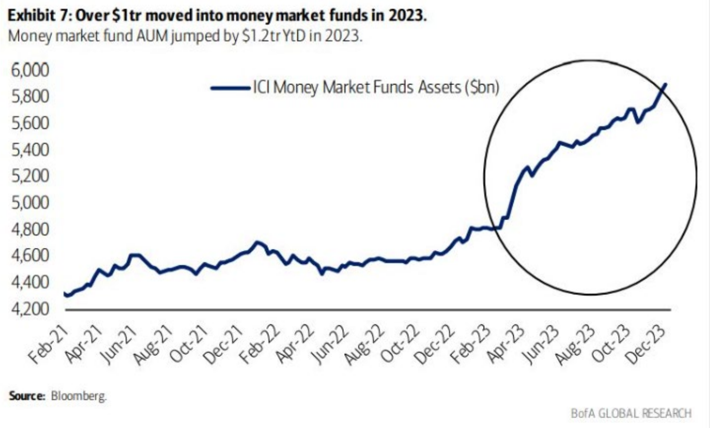








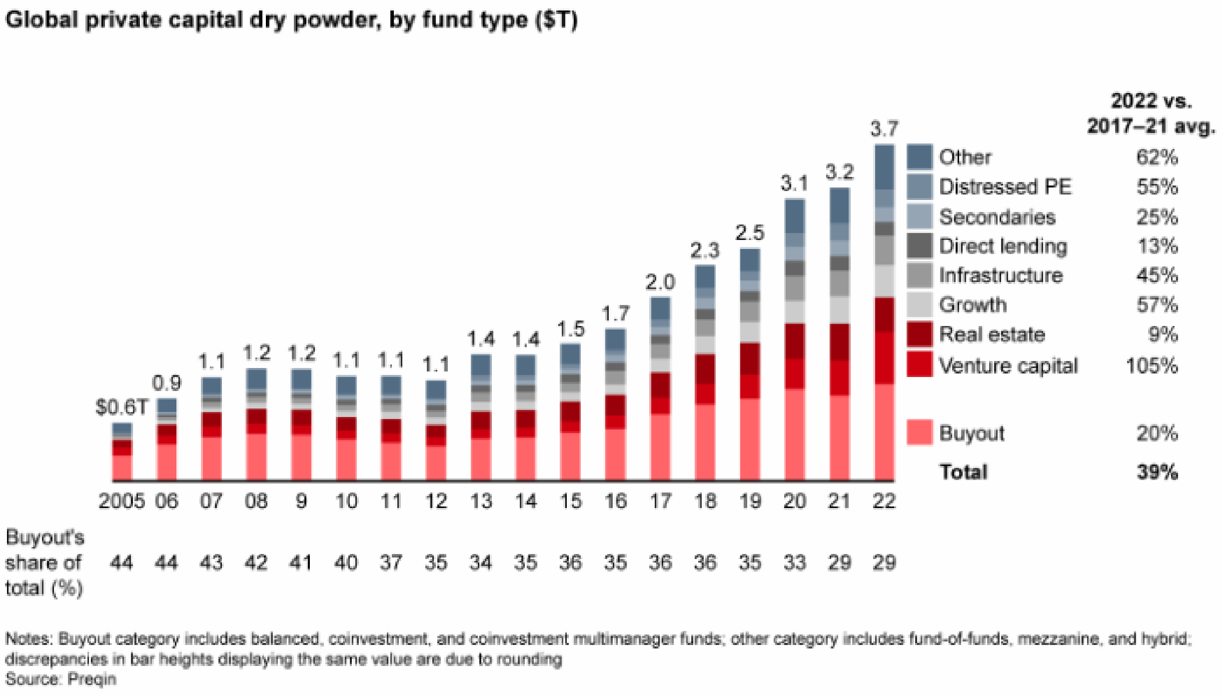
Priority List, initiation DD completed — 5 Companies
Short List, partial DD or 'watch' list — 23 Companies
Quant/network funnel, limited detailed work — 25 Companies
Universe — 500+ Companies



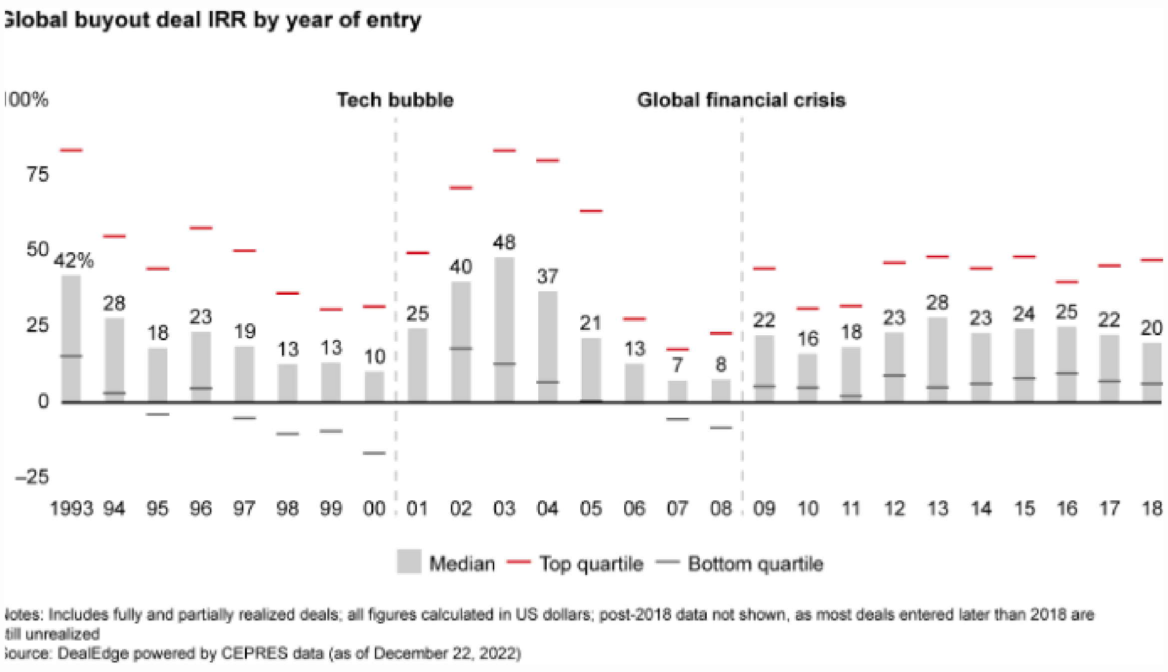
"Good investment ideas are rare, valuable and subject to competitive appropriation just as good product or business acquisition ideas are. Therefore, we will not normally talk about our investment ideas". Warren Buffett, Berkshire Hathaway Owner's Manual.

Rockwood is positioning for the next 3-5 years…

Global dry powder has been stacking up for almost a decade and set another record in 2022



Investments made coming out of a downturn typically generate superior returns over time



Source: Harwood Capital, Bain & Co

Fund Information

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Legal Structure	Investment Trust
Domicile	UK
Fund listing	Main market, premium listing
Identifiers	Ticker; RKW.LN Sedol; BRRD5L6 ISIN; GB00BRRD5L66
NAV frequency	Weekly
Number of Holdings	19
Financial year end	31st March
Manager	Harwood Capital LLP, 28.5% share ownership, voting 'restricted' to 10% to avoid conflicts
Directors	Noel Lamb (Chairman), Ken Lever, Paul Dudley
Investment Policy	UK listed companies <£250m, Private instruments <15% (Current: 1.3%)
Costs	KIID OCF 1.19% (pre-performance fee), 'exceptional costs' in FY'22 and '23 often unadjusted by platforms
Fees	£120,000 flat fee while NAV <£60m, 1% once reach £60m; Performance fee 10% over 6% hurdle
NAV	£58m (28,111,090 shares in issue)
Broker & Adviser	Singer Capital Markets – Alan Geeves, Sam Greatrex, William Gumpel
Website	www.rockwoodstrategic.co.uk (Quarterly Factsheets)

All data as of 29th December 2023

Executive Summary

"From acorns grow oak trees"

- Value bias + small cap bias + depressed market opportunity
- Significant specialist experience applying a differentiated, proven strategy
- Targeting 15% IRR investments over the long-term
- 100% focused, aligned fund manager with 'skin in the game'
- Portfolio confidence high and market conditions conducive to capital deployment

Appendices

Investment Policy

" a few major opportunities clearly recognisable as such will usually come to one who continuously searches and waits with a curious mind that loves diagnosis involving multiple variables. And then all that is required is a willingness to bet heavily when the odds are extremely favourable using resources available as a result of prudence and patience in the past" Charlie Munger.

• UK small company investments, primarily publicly listed equities	**Our specialism**
• Majority of capital in top 10 holdings (65.5%), target <£150mcap	**Focused**
• Rest of capital ‘spring-board’ investments or liquid opportunities	‘**Sweating**’ shareholder capital
• Seeking influential equity stakes and proactive engagement	**Added value approach**
• Up to 15% in private companies or instruments	**Flexible**, only if needed

All data as of 29th December 2023.

Investment Team

Richard Staveley – both a qualified accountant (PwC) and Chartered Financial Analyst, Richard has over 20 years of active lead fund manager responsibility in UK small cap equities having been a co-Founder of River & Mercantile Plc and Head of Small Companies at both Société Générale Asset Management and Majedie Asset Management. Investments made whilst fund manager at Gresham House Strategic Plc delivered very significant returns and considerable NAV growth for shareholders. Richard was appointed a Partner of Harwood Capital LLP in June ‘23 and sits on the Boards of Centaur Media Plc and Pressure Technologies.

Nicholas Mills – joined Harwood Capital LLP in 2019 after spending 5 years at Gabelli Asset Management in New York. He acted primarily as a Research Analyst covering the multi-industrial space and also gained experience in Merger Arbitrage strategies and marketing Closed End Funds. He has a Bachelor of Science Degree from Boston College’s Carroll School of Management. He currently sits on the Boards of Niox Group Plc and Hargreaves Services Plc.

Stavros Jones – has been the Head of Trading at Harwood Capital LLP since 2011. Prior to this he was a Trader at JO Hambro Capital Management from 2000 until 2010. He has sell side experience at N+1 Singer and Piper Jaffray prior to rejoining Christopher Mills at Harwood. He is considered one of the most highly experienced dealers in small and midcap equities in the London Market.

Rockwood Board

Board Member	Appointed	Biography
Noel Lamb, Chairman	2022	Chairman of the Atlantis Japan Growth Trust and a Director of Guinness Asset Management Funds. He joined Lazard Brothers & Co Limited in 1987 and became the MD and fund manager for their Japanese equities. In 1997, he moved to the Russell Investment Group establishing their investment management capability in London. In 2002, he was promoted to CIO in North America where he managed assets of $150bn until 2008. Noel graduated from Oxford University and is a barrister-at-law.
Ken Lever	2016	Ken Lever was Chairman of Biffa plc and RPS Group plc and is NED of Vertu Motors plc and recently appointed Executive Chairman of WANdisco Plc. Ken was previously CEO of Xchanging plc and has held listed company executive board positions with Tomkins plc, Albright and Wilson plc, and Alfred McAlpine plc. In his early career Ken qualified as a Chartered Accountant and became a partner in Arthur Andersen. He graduated from Manchester University with a degree in Management Sciences
Paul Dudley	2022	Paul founded Aer Ventures (previously HD Capital) in 2011, an FSA regulated corporate finance advisory business where he has led a wide range of corporate transactions for numerous public and private companies. Previously held senior Director roles include Sigma Capital and WH Ireland. He is an Independent Director of Pyne Gould Corporation Ltd. Paul qualified as a Chartered Accountant with PwC, has worked at the London Stock Exchange and studied Geography at Durham.

Case Study – Crestchic, £112mcap

Equity IRR 30.4%, Money Multiple 4.8x*

"The experienced Rockwood team have been a dynamic and constructively engaged shareholder, who have helped us realise, unlock and create shareholder value for all".

Peter Harris, Executive Chairman, Crestchic Plc

*Source: Harwood Capital (unaudited estimates) and Company Filings

Case Study – Crestchic

- Largest manufacturer and renter of load-banks outside the USA which test power reliability. Growth tied to electrical usage, pivot to green energy and data-centres.
- **Entry:** Re-financed business (Equity and Convertible)
- **Governance:** Introduced new NED, Stephen Yapp, appointed to Board '20. CEO retired/Chairman to Exec role '21, COO appointed. Nick Mills (Harwood) appointed to Board 2/22.
- **Engagement on:**
  - Improved ROCE focus = adopted in reporting
  - Board evolution = changes 3/21
  - LTIP = created 6/21
  - Problem division (Tasman) = sold 3/22
  - Investment = facility expanded 5/22
  - IR emphasis (Energy transition) = adopted

- Harwood Group* ownership 25.1% 2/12/22 = influence
- Rockwood portfolio weighting 31% 2/12/22 = concentration
- **Exit:** Aggreko takeover approach 12/22/22 = liquidity

*All data as of 30th December 2022, Source: Harwood Capital and Company Filings

E.S.G.

We assess ESG factors during due diligence and incorporate conclusions into our engagement, strategic and operational plan/thesis and investment risk assessment. We continue to monitor post-investment and engage when appropriate.

- **“Environmental”**

We expect companies to be minimising their **E**nvironmental footprint, without damaging the outlook for cash earnings and will engage as appropriate.

- **“Social”**

We believe successful companies incorporate the interests of multiple **S**takeholders into their business operations and strategy for maximising **S**hareholder value, whilst using ‘common sense’.

- **“Governance”**

This factor is the most important to us, as it enables the effective consideration of **E** and **S** matters. We actively engage with companies as an integrated part of our philosophy and process to deliver target returns. This often includes our direct representation on Boards and our aim is to ensure that corporate **G**overnance is structured appropriately, **G**roupthink is avoided, and the company is working effectively to deliver Shareholder value.

Top 10 Shareholders

Holder	% Holding
Harwood Capital LLP (Christopher Mills)	28.9
Interactive Investor	6.7
James Sharp & Co	6.2
Hargreaves Lansdown	6.0
Unicorn Asset Management	5.4
Investec Wealth & Investment	4.3
River & Mercantile Asset Management	3.7
Premier Miton	2.9
Evelyn Partners	2.8
Richard Staveley (& family)	1.0

All data as of 30 December 2022

Rockwood Strategic

"To invest successfully does not require a stratospheric IQ, unusual business insights, or inside information. What's needed is a sound intellectual framework for making decisions and the ability to keep emotions from corroding the framework." Warren Buffett.

'Rockwood'

A petrified tree that has been infused with minerals and turned to stone, from the ancient Greek word πέτρα 'rock' and first started formation in the Devonian period 390m years ago.

'Strategic'

Strategy (also from the Greek word στρατηγία *stratēgia*, "art of troop leader; office of general, command, general-ship") is a general plan to achieve one or more long-term or overall goals under conditions of uncertainty.

Rockwood Strategic Plc

Long term capital, Goal oriented, Small Company focused - 'from acorns grow oak trees'

Harwood Investment Capabilities

HARWOOD CAPITAL MANAGEMENT

- £2bn AUM (Total 31/12/22- all clients, all asset classes, including NASCIT £690m which is internally managed)
- Public equity experience NASCIT (appt ‘82), ORYX International Growth (appt ‘95) demonstrating 40+ year outstanding long term track record in small cap investing
- Specialist in closed-end mandates with experienced Private Equity and Private Debt Teams
- Proven skillset in ‘strategic’ public market investments
- Extensive, long-established network with experienced operational advisers
- Long term wealth creation culture

North Atlantic Smaller Companies Investment Trust PLC

ORYX INTERNATIONAL GROWTH FUND LIMITED

Management Group

- Harwood Capital Management Group ("HCMG") was established in 2011 by Christopher Mills
- Existing HCM Group infrastructure: operations, finance, compliance and IT

	Public equities	Harwood Private Equity	Harwood Private Capital	Harwood Real Estate
	Investment Trusts £1.1b [1]	HPE Fund V £160m [2]	HPC Fund £75m [3]	Deal by deal
Strategy	Listed companies	Private equity	Private debt	Residential and commercial
Small/mid cap	£10m < EV < £250m	£15m < EV < £75m	£20m < EV < £100m	£2m < MV < £15m

North Atlantic Smaller Companies Investment Trust PLC™ | Oryx International Growth Fund Limited | Odyssean Investment Trust PLC | Rockwood Strategic

Head of Trading Stavros Jones	**Chief Operating Officer** Chris Hart
Head of Finance Chandra Sethia	**Head of Compliance** Arafat Shah
Head of Fund Accounting James Stuart	**Head of Fund Accounting** Rahul Kunder

[1] Assets under management as of 31 December 2022 and excluding Private Clients; [2] Committed capital across funds of over c. £500m; [3] Capital raising

Harwood Private Equity capability

- Jeremy Brade - Director. Partner, Harwood Private Equity Jeremy is a Director of Harwood Capital Management Limited. He joined the firm in 2001 and dedicates his time to investing the Harwood Private Equity funds in the UK's lower mid-market. Jeremy originates, negotiates, executes and monitors transactions. He serves as a non-executive director of several portfolio companies. Jeremy spent nine years at HM Diplomatic Service after serving in the British Army. He holds a degree in zoology from the University of Oxford.
- Geoffrey Gorman – Partner, Harwood Private Equity Geoffrey joined the firm as a partner in 2012, having enjoyed a close working relationship with the team at Harwood for 22 years. His activities with the firm have focused on cross border public-to-private transactions and North American private equity. He has served as an executive director of two Harwood portfolio companies and as a non-executive director of several other publicly listed and private companies. Prior to joining Harwood, he was a partner at Private Equity Partners LLC and, before that, he was a partner at Ardshiel Inc. Geoffrey holds a bachelor's degree from Boston University and an MBA from the Amos Tuck School at Dartmouth College.
- James Agnew – Partner, Harwood Private Equity James joined the firm in 2005 and has 26 years of financial services experience, including private equity investment, M&A, equity and debt capital raisings and a wide range of corporate finance and restructuring transactions. James has responsibilities that include the origination, negotiation, execution and monitoring of transactions. He is a non-executive director of several portfolio companies. He spent nine years in corporate finance at Credit Suisse First Boston. James holds a degree in accounting and finance from the University of Auckland (New Zealand).
- Timothy Sturm – Partner, Harwood Private Equity Timothy joined the firm in 2008 and has 23 years of financial services experience, including private equity investing, M&A, equity & debt financing and strategy consulting. Timothy has responsibilities for originating, negotiating, executing and monitoring deals. He is a non-executive director of several Fund III portfolio companies. Timothy holds a degree in economics from the University of Otago (New Zealand) and a Masters degree in finance and economics from the London School of Economics. He is a CFA charterholder
- Harry Mills – Partner, Harry joined the firm in 2020 and has five years of financial services experience including transactional work across IPOs, M&A and secondary placings. Previously he spent four years in the investment banking team at N+1 Singer. Harry holds a degree in economics from Boston College (USA).

Harwood Private Equity Performance (1)

HARWOOD CAPITAL MANAGEMENT

2.3x cash multiple returned on 75 realised investments since 1993

	Vintage	No. of Deals	Fund	Fund + co-invest	Realised	Unrealised [1]	Realised Cash multiple	Realised Gross IRR
Pre-fund investments	1993	24	£37 m	£37 m	£148 m	-	3.9x	36%
Fund I (£19m)	1999	20	£19 m	£74 m	£118 m	-	1.6x	30%
Fund 2 (£64m)	2005	15	£61 m	£172 m	£405 m	-	2.4x	48%
Fund 3 (£78m)	2009	9	£71 m	£123 m	£350 m	£4 m	2.9x	26%
Fund 4 (£152m)	2015	11	£144 m	£188 m	£197 m	£89 m	1.4x	15%
Fund 5 (£160m)	2020	10	£122 m	£138 m	£21 m	£178 m	2.7x	168%
Total		**89**	**£454 m**	**£732 m**	**£974 m**	**£272 m**	**1.8x**	
Realised Investments		**75**	**£282 m**	-	**£634 m**	**£4 m**	**2.3x**	

[1] *Unrealised fund valuation (excluding co-invest).* *At 31-Dec-22*

Source: Internal

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